

Certification and Authorization of Named Plaintiff Pursuant to Federal Securities Laws

The individual or institution listed below (the "Plaintiff") authorizes and, upon execution of the accompanying retainer agreement by Lerach Coughlin, retains Lerach Coughlin Stoia Geller Rudman & Robbins LLP ("Lerach Coughlin") to file an action under the federal securities laws to recover damages and to seek other relief against Threshold Pharmaceuticals, Inc. ("Threshold"). Lerach Coughlin will prosecute the action on a contingent fee basis and will advance all costs and expenses. The Threshold Pharmaceuticals, Inc. Retention Agreement provided to the Plaintiff is incorporated by reference, upon execution by Lerach Coughlin.

First name: michael

Last name: hentosh

Address:

City:

State, Zip:

Email:

Phone:

Plaintiff certifies that:

1. Plaintiff has reviewed the complaint and authorized its filing.
2. Plaintiff did not acquire the security that is the subject of this action at the direction of plaintiff's counsel or in order to participate in this private action or any other litigation under the federal securities laws.
3. Plaintiff is willing to serve as a representative party on behalf of a class, including providing testimony at deposition and trial, if necessary.
4. Plaintiff represents and warrants that he/she/it is fully authorized to enter into and execute this certification.
5. Plaintiff will not accept any payment for serving as a representative party on behalf of a class beyond the Plaintiff's pro rata share of any recovery, except such reasonable costs and expenses (including lost wages) directly relating to the representation of the class as ordered or approved by the court.
6. Plaintiff has made no transaction(s) during the Class Period in the debt or equity securities that are the subject of this action except those set forth below:

Acquisitions:

Date Acquired	Number of Shares Acquired	Acquisition Price per Share
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See attached Schedule A

Sales:

Date Sold	Number of Shares Sold	Selling Price per Share
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See attached Schedule A

7. During the three years prior to the date of this Certification, Plaintiff has not sought to serve or served as a representative party for a class in an action filed under the federal securities laws except if detailed below:

I declare under penalty of perjury, under the laws of the United States, that the information entered is accurate: yes

By clicking on the button below, I intend to sign and execute this agreement: yes

Clicked to Participate in the Threshold Action

Signed pursuant to California Civil Code Section 1633.1, et seq. - Uniform Electronic Transactions Act

SCHEDULE A

SECURITIES TRANSACTIONS

Acquisitions

<u>Date Acquired</u>	<u>Type/Amount of Securities Acquired</u>	<u>Price</u>
05/12/2006	500	\$3.35
05/12/2006	1,000	\$3.40
05/12/2006	1,000	\$3.20
05/12/2006	1,500	\$3.40
05/12/2006	2,000	\$3.47
05/15/2006	2,000	\$3.35
05/15/2006	4,000	\$3.49
05/15/2006	5,000	\$3.51
05/16/2006	1,000	\$3.38
05/19/2006	1,359	\$3.24
05/19/2006	3,000	\$3.88
05/19/2006	3,000	\$3.85
05/22/2006	10,000	\$3.90
05/23/2006	1,000	\$3.92
05/23/2006	2,100	\$3.86
05/23/2006	5,000	\$3.70
05/23/2006	5,000	\$3.69
05/24/2006	200	\$4.45
05/24/2006	5,000	\$4.09
05/25/2006	150	\$4.38
05/25/2006	1,000	\$4.20
05/25/2006	1,000	\$4.14
05/25/2006	2,000	\$4.27
05/25/2006	4,400	\$4.45
05/25/2006	8,641	\$4.27
05/26/2006	500	\$4.18
05/26/2006	653	\$4.17
05/26/2006	3,347	\$4.18
05/26/2006	5,000	\$4.18
05/30/2006	500	\$4.19
05/30/2006	1,000	\$4.08
05/30/2006	5,000	\$4.13
05/31/2006	499	\$4.09
05/31/2006	501	\$4.10
05/31/2006	3,000	\$4.02
05/31/2006	6,000	\$4.07
06/01/2006	2,000	\$4.10
06/01/2006	3,000	\$4.10
06/01/2006	4,000	\$4.56
06/02/2006	131	\$4.68
06/02/2006	269	\$4.65
06/02/2006	2,129	\$4.60
06/02/2006	7,000	\$4.58

06/05/2006	1,000	\$4.66
06/05/2006	1,000	\$4.47
06/05/2006	5,000	\$4.55
06/05/2006	5,000	\$4.53
06/05/2006	5,000	\$4.39
06/05/2006	5,000	\$4.37
06/05/2006	10,000	\$4.56
06/05/2006	10,000	\$4.56
06/06/2006	10,000	\$4.13
06/06/2006	12,000	\$4.18
06/06/2006	14,000	\$4.38
06/08/2006	3,000	\$4.09
06/08/2006	15,000	\$3.94
06/09/2006	5,000	\$3.98
06/09/2006	5,000	\$4.06
06/09/2006	5,000	\$4.05
06/16/2006	600	\$3.66
06/16/2006	1,400	\$3.65
06/19/2006	100	\$3.70
06/19/2006	2,000	\$3.50
06/22/2006	100	\$3.97
06/22/2006	100	\$3.95
06/23/2006	606	\$3.55
06/23/2006	1,094	\$3.54
06/23/2006	2,000	\$3.54
06/23/2006	2,000	\$3.46
06/28/2006	5,000	\$3.35
07/05/2006	466	\$3.64
07/05/2006	1,917	\$3.50
07/06/2006	3,000	\$3.49

Sales

<u>Date Sold</u>	<u>Type/Amount of Securities Sold</u>	<u>Price</u>
05/16/2006	1,000	\$3.26
05/19/2006	2,359	\$3.23
05/19/2006	3,000	\$3.16
05/22/2006	2,100	\$3.64
05/22/2006	3,400	\$4.03
05/22/2006	6,600	\$4.01
05/23/2006	10,000	\$3.77
05/24/2006	5,000	\$4.10
05/25/2006	1,100	\$4.36
05/25/2006	1,300	\$4.35
05/25/2006	1,600	\$4.36
05/25/2006	9,391	\$4.27
05/26/2006	900	\$4.21
05/26/2006	4,100	\$4.23
05/30/2006	8,000	\$4.08

05/31/2006	10,000	\$4.00
06/01/2006	1,000	\$4.50
06/01/2006	3,000	\$4.49
06/01/2006	4,000	\$4.03
06/02/2006	7,029	\$4.58
06/05/2006	10,000	\$4.57
06/05/2006	10,000	\$4.40
06/06/2006	46,000	\$4.15
06/08/2006	32,500	\$3.85
06/13/2006	10,000	\$3.70
06/14/2006	13,000	\$3.59
06/28/2006	300	\$3.31
06/28/2006	4,700	\$3.32
07/05/2006	5,383	\$3.40